

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:
	:
MOTORS LIQUIDATION COMPANY, <i>et al.</i>,	:
f/k/a General Motors Corp., <i>et al.</i>	:
	:
Debtors.	:
	:
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Chapter 11 Case No.

09-50026 (REG)

(Jointly Administered)

**SUPPLEMENTAL ORDER
PURSUANT TO 11 U.S.C. §§ 327(a) AND 330
AUTHORIZING THE DEBTORS TO AMEND THE TERMS
OF THEIR ENGAGEMENT WITH BROWNFIELD PARTNERS, LLC**

Upon the Motion, dated March 5, 2010 (the “**Motion**”),¹ of Motors Liquidation Company (f/k/a General Motors Corporation) and its affiliated debtors, as debtors in possession (collectively, the “**Debtors**”), pursuant to sections 327(a) and 330 of title 11, United States Code (the “**Bankruptcy Code**”), (i) providing notice of the Revised Rates and (ii) requesting entry of an order authorizing the amendment of the terms of the Engagement Letter, dated June 15, 2009, as amended by that certain First Letter Agreement, dated August 31, 2009, between the Debtors and Brownfield Partners, LLC, all as more fully described in the Motion; and due and proper notice of the Motion having been provided, and it appearing that no other or further notice need be provided; and upon the declaration² of James M. Redwine; and upon the Order Pursuant to 11

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

² Declaration of James M. Redwine on Behalf of Motors Liquidation Company in Support of the Motion of Debtors for Entry of Order Pursuant to 11 U.S.C. §§ 327(a) and 330 Authorizing the Debtors to Amend the Terms of Their Engagement with Brownfield Partners, LLC [Docket No. 5309].

U.S.C. §§ 327(a) and 330 Authorizing the Debtors to Amend the Terms of Their Engagement with Brownfield Partners, LLC [Docket No. 5313] providing, among other things, for the approval of the Second Amended Fee Cap and the setting of a status conference with respect to the Revised Rates; and a status conference to consider the Revised Rates having been held at a hearing on April 29, 2010; and upon the supplemental declaration³ of Ted Stenger; and upon the non-objection of the Fee Examiner and the discussions between the Fee Examiner and the Debtors; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that the Revised Rates as described in the Motion and as set forth below are approved *nunc pro tunc* to January 1, 2010

<u>Staff</u>	<u>Revised Standard Hourly Rates</u>	<u>Original Standard Hourly Rates</u>
Partner	\$330	\$275
Partner	\$300	\$250
Sr. Associate	\$264	\$220
Associate	\$198	\$165
Staff Associate	\$174	\$145
Administrative/Clerical	\$ 66	\$ 55

; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: New York, New York
June 9, 2010

s/ Robert E. Gerber
United States Bankruptcy Judge

³ Declaration of Ted Stenger on Behalf of Motors Liquidation Company in Support of the Revised Hourly Rates of Brownfield Partners, LLC [Docket No. 5934].